

RECORDATION NO. 27036-N FILED

OCT 31 '07 -8 00 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

October 31, 2007

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Re: TRIP 5th Funding

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Security Agreement, dated as of October 30, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 27036.

The names and addresses of the parties to the enclosed document are:

Secured Party: Wilmington Trust Company  
Rodney Square North  
1100 North Market Street  
Wilmington, Delaware 19890-0001

Borrower: TRIP Rail Leasing LLC  
2525 Stemmons Freeway  
Dallas, Texas 75207

Mr. Vernon A. Williams  
October 31, 2007  
Page 2

A description of the railroad equipment covered by the enclosed document is:

304 railcars within the following series as more particularly set forth in the attachment to the document:

RCRX 1921 – RCRX 1975  
TILX 170301 – TILX 170359  
TILX 200848 – TILX 200851 (inclusive)  
TILX 200882 – TILX 200884 (inclusive)  
TILX 252123 – TILX 252169  
TILX 252494  
TILX 252499 – TILX 252534 (inclusive)  
TILX 252718 – TILX 252734 (inclusive)  
TILX 252739  
TILX 252741  
TILX 262152  
TILX 262192 – TILX 262200 (inclusive)  
TILX 290793 – TILX 290818  
TILX 303046 – TILX 303067  
TILX 401265 – TILX 401274  
TILX 639273 – TILX 639372 (inclusive)

A short summary of the document to appear in the index is:

Memorandum of Security Agreement.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

OCT 31 '07 -8 00 AM

## MEMORANDUM OF SECURITY AGREEMENT SURFACE TRANSPORTATION BOARD

This Memorandum of Security Agreement (this "Memorandum") is executed as of October 30, 2007, by and between TRIP RAIL LEASING LLC, a Delaware limited liability company (the "Borrower") and WILMINGTON TRUST COMPANY, a Delaware banking corporation, as collateral agent and representative for the Protected Parties (as defined in the Security Agreement, as defined below) (together with any successor agent, the "Collateral Agent").

The Borrower, the Collateral Agent and Credit Suisse, New York Branch, as agent, have entered into a Security Agreement dated as of June 27, 2007 (as from time to time amended, modified or supplemented, the "Security Agreement") by which the Borrower has granted a security interest to the Collateral Agent for the benefit of the Protected Parties (as defined in the Security Agreement) in all assets of the Borrower, including without limitation, certain railroad equipment described on and bearing reporting marks and road numbers as provided on Exhibit A (the "Railcars") and certain leases relating to such Railcars as described on Exhibit B (the "Leases"), whether now owned or hereafter arising or acquired.

The purpose of this Memorandum is to give record notice of the existence of the security interest of the Collateral Agent in the Railcars and the Leases, and all terms and conditions of the Security Agreement are incorporated by reference herein.

This Memorandum is prepared only for the public record and is being recorded with the Surface Transportation Board pursuant to 49 U.S.C. Section 11301(a) and the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act.

[signature page to follow]

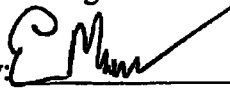
[Memorandum of Security Agreement]

**IN WITNESS WHEREOF**, the undersigned have caused this Memorandum to be executed by a duly authorized officer as of the day and year first above written.

**TRIP RAIL LEASING LLC**

By: TRIP Rail Holdings LLC,  
its Managing Member

By: Trinity Industries Leasing Company, its  
Manager

By: 

Name: Eric Marchetto  
Title: Vice President

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[Memorandum of Security Agreement]

WILMINGTON TRUST COMPANY,  
as Collateral Agent

By: 

Name: Jose Paredes

Title: Assistant Vice President

**ACKNOWLEDGMENT**

STATE OF TEXAS )

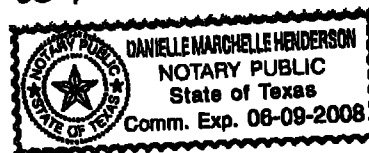
COUNTY OF DALLAS )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Eric Marchetto, who upon oath, acknowledged himself to be a Vice President of TRINITY INDUSTRIES LEASING COMPANY, a Delaware corporation, and that he as such officer being authorized to do so, executed the foregoing Memorandum of Security Agreement for the purposes therein contained by signing the name of the Delaware corporation by himself as such officer of TRINITY INDUSTRIES LEASING COMPANY.

WITNESS my hand and official seal this 30<sup>th</sup> day of October, 2007.

MY COMMISSION EXPIRES: 6/9/08

Notary Public



[Memorandum of Security Agreement]

ACKNOWLEDGMENT

STATE OF DELAWARE )  
 )  
COUNTY OF NEW CASTLE )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared AND, who upon oath, acknowledged himself to be a Jose Poreles of WILMINGTON TRUST COMPANY, a Delaware banking corporation, and that s/he as such officer being authorized to do so, executed the foregoing Memorandum of Security Agreement for the purposes therein contained by signing the name of such Delaware banking corporation by her/himself as such officer of WILMINGTON TRUST COMPANY.

WITNESS my hand and official seal this 29 day of Oct, 2007.

MY COMMISSION EXPIRES:

Notary Public

JACQUELINE SOLONE  
Notary Public - State of Delaware  
My Comm. Expires March 28, 2011

*Jacqueline Solone*

**EXHIBIT A**  
**to Memorandum of Security Agreement**  
**RAILCARS**  
**[see attached]**

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**TRIP RAIL LEASING LLC****Close 5****Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
1	RCRX1921	9378	October-07	Tank
2	RCRX1951	9378	September-07	Tank
3	RCRX1952	9378	September-07	Tank
4	RCRX1957	9378	September-07	Tank
5	RCRX1958	9378	September-07	Tank
6	RCRX1959	9378	September-07	Tank
7	RCRX1960	9378	September-07	Tank
8	RCRX1961	9378	September-07	Tank
9	RCRX1962	9378	September-07	Tank
10	RCRX1963	9378	September-07	Tank
11	RCRX1964	9378	September-07	Tank
12	RCRX1965	9378	September-07	Tank
13	RCRX1966	9378	September-07	Tank
14	RCRX1967	9378	September-07	Tank
15	RCRX1968	9378	September-07	Tank
16	RCRX1969	9378	September-07	Tank
17	RCRX1970	9378	September-07	Tank
18	RCRX1971	9378	September-07	Tank
19	RCRX1972	9378	September-07	Tank
20	RCRX1973	9378	September-07	Tank
21	RCRX1974	9378	September-07	Tank
22	RCRX1975	9378	September-07	Tank
23	TILX170301	2739	September-07	Tank
24	TILX170302	2739	September-07	Tank
25	TILX170303	2739	September-07	Tank
26	TILX170307	2739	September-07	Tank
27	TILX170309	2739	September-07	Tank
28	TILX170316	2739	September-07	Tank
29	TILX170317	2739	September-07	Tank
30	TILX170318	2739	September-07	Tank
31	TILX170319	2739	September-07	Tank
32	TILX170320	2739	September-07	Tank
33	TILX170321	2739	September-07	Tank
34	TILX170322	2739	September-07	Tank
35	TILX170323	2739	September-07	Tank
36	TILX170324	2739	September-07	Tank
37	TILX170325	2739	September-07	Tank
38	TILX170326	2739	September-07	Tank
39	TILX170327	2739	September-07	Tank
40	TILX170328	2739	September-07	Tank
41	TILX170329	2739	September-07	Tank
42	TILX170330	2739	September-07	Tank
43	TILX170331	2739	September-07	Tank
44	TILX170332	2739	September-07	Tank
45	TILX170333	2739	September-07	Tank
46	TILX170335	2739	September-07	Tank

**TRIP RAIL LEASING LLC****Close 5****Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
47	TILX170336	2739	September-07	Tank
48	TILX170337	2739	September-07	Tank
49	TILX170338	2739	September-07	Tank
50	TILX170339	2739	September-07	Tank
51	TILX170341	2739	September-07	Tank
52	TILX170342	2739	September-07	Tank
53	TILX170343	2739	September-07	Tank
54	TILX170344	2739	September-07	Tank
55	TILX170345	2739	September-07	Tank
56	TILX170346	2739	September-07	Tank
57	TILX170347	2739	September-07	Tank
58	TILX170348	2739	September-07	Tank
59	TILX170349	2739	September-07	Tank
60	TILX170350	2739	September-07	Tank
61	TILX170351	2739	September-07	Tank
62	TILX170355	2739	September-07	Tank
63	TILX170356	2739	September-07	Tank
64	TILX170359	2739	September-07	Tank
65	TILX200848	11805	September-07	Tank
66	TILX200849	11805	September-07	Tank
67	TILX200850	11805	September-07	Tank
68	TILX200851	11805	September-07	Tank
69	TILX200882	1573	September-07	Tank
70	TILX200883	1573	September-07	Tank
71	TILX200884	1573	September-07	Tank
72	TILX252123	39504	September-07	Tank
73	TILX252138	39504	September-07	Tank
74	TILX252139	39504	September-07	Tank
75	TILX252143	39504	September-07	Tank
76	TILX252144	39504	September-07	Tank
77	TILX252145	39504	September-07	Tank
78	TILX252147	39504	September-07	Tank
79	TILX252149	39504	September-07	Tank
80	TILX252151	39504	September-07	Tank
81	TILX252152	39504	September-07	Tank
82	TILX252153	39504	September-07	Tank
83	TILX252154	39504	September-07	Tank
84	TILX252155	39504	September-07	Tank
85	TILX252156	39504	September-07	Tank
86	TILX252157	39504	September-07	Tank
87	TILX252158	39504	September-07	Tank
88	TILX252159	39504	September-07	Tank
89	TILX252160	39504	September-07	Tank
90	TILX252161	39504	September-07	Tank
91	TILX252162	39504	September-07	Tank
92	TILX252163	39504	September-07	Tank

**TRIP RAIL LEASING LLC****Close 5****Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
93	TILX252164	39504	September-07	Tank
94	TILX252165	39504	September-07	Tank
95	TILX252166	39504	September-07	Tank
96	TILX252167	39504	September-07	Tank
97	TILX252168	39504	September-07	Tank
98	TILX252169	39504	September-07	Tank
99	TILX252494	2739	August-07	Tank
100	TILX252499	2739	August-07	Tank
101	TILX252500	2739	August-07	Tank
102	TILX252501	2739	August-07	Tank
103	TILX252502	2739	August-07	Tank
104	TILX252503	2739	August-07	Tank
105	TILX252504	2739	August-07	Tank
106	TILX252505	2739	August-07	Tank
107	TILX252506	2739	August-07	Tank
108	TILX252507	2739	August-07	Tank
109	TILX252508	2739	August-07	Tank
110	TILX252509	2739	August-07	Tank
111	TILX252510	2739	September-07	Tank
112	TILX252511	2739	September-07	Tank
113	TILX252512	2739	September-07	Tank
114	TILX252513	2739	September-07	Tank
115	TILX252514	2739	September-07	Tank
116	TILX252515	2739	August-07	Tank
117	TILX252516	2739	September-07	Tank
118	TILX252517	2739	September-07	Tank
119	TILX252518	2739	September-07	Tank
120	TILX252519	2739	August-07	Tank
121	TILX252520	2739	August-07	Tank
122	TILX252521	2739	August-07	Tank
123	TILX252522	2739	August-07	Tank
124	TILX252523	2739	August-07	Tank
125	TILX252524	2739	August-07	Tank
126	TILX252525	2739	August-07	Tank
127	TILX252526	2739	August-07	Tank
128	TILX252527	2739	August-07	Tank
129	TILX252528	2739	August-07	Tank
130	TILX252529	2739	August-07	Tank
131	TILX252530	2739	August-07	Tank
132	TILX252531	2739	August-07	Tank
133	TILX252532	2739	August-07	Tank
134	TILX252533	2739	August-07	Tank
135	TILX252534	2739	August-07	Tank
136	TILX252718	39773	July-07	Tank
137	TILX252719	39773	July-07	Tank
138	TILX252720	39773	July-07	Tank

**TRIP RAIL LEASING LLC****Close 5****Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
139	TILX252721	39773	July-07	Tank
140	TILX252722	39773	July-07	Tank
141	TILX252723	39773	July-07	Tank
142	TILX252724	39773	July-07	Tank
143	TILX252725	39773	July-07	Tank
144	TILX252726	39773	July-07	Tank
145	TILX252727	39773	July-07	Tank
146	TILX252728	39773	July-07	Tank
147	TILX252729	39773	July-07	Tank
148	TILX252730	39773	July-07	Tank
149	TILX252731	39773	July-07	Tank
150	TILX252732	39773	July-07	Tank
151	TILX252733	39773	July-07	Tank
152	TILX252734	39773	July-07	Tank
153	TILX252739	39773	July-07	Tank
154	TILX252741	39773	July-07	Tank
155	TILX262152	10060	September-07	Tank
156	TILX262192	10060	September-07	Tank
157	TILX262193	10060	September-07	Tank
158	TILX262194	10060	September-07	Tank
159	TILX262195	10060	September-07	Tank
160	TILX262196	10060	September-07	Tank
161	TILX262197	10060	September-07	Tank
162	TILX262198	10060	September-07	Tank
163	TILX262199	10060	September-07	Tank
164	TILX262200	10060	September-07	Tank
165	TILX290793	7005	July-07	Tank
166	TILX290794	7005	July-07	Tank
167	TILX290795	7005	July-07	Tank
168	TILX290796	7005	July-07	Tank
169	TILX290797	7005	July-07	Tank
170	TILX290798	7005	July-07	Tank
171	TILX290799	7005	July-07	Tank
172	TILX290800	7005	July-07	Tank
173	TILX290802	7005	July-07	Tank
174	TILX290803	7005	July-07	Tank
175	TILX290804	7005	July-07	Tank
176	TILX290805	7005	July-07	Tank
177	TILX290806	7005	July-07	Tank
178	TILX290808	7005	July-07	Tank
179	TILX290809	7005	July-07	Tank
180	TILX290810	7005	July-07	Tank
181	TILX290811	7005	July-07	Tank
182	TILX290812	7005	July-07	Tank
183	TILX290814	7005	July-07	Tank
184	TILX290817	7005	July-07	Tank

**TRIP RAIL LEASING LLC****Close 5****Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
185	TILX290818	7005	July-07	Tank
186	TILX303046	8869	September-07	Tank
187	TILX303047	8869	September-07	Tank
188	TILX303048	8869	September-07	Tank
189	TILX303049	8869	September-07	Tank
190	TILX303051	8869	September-07	Tank
191	TILX303052	8869	September-07	Tank
192	TILX303056	8869	September-07	Tank
193	TILX303057	8869	September-07	Tank
194	TILX303058	8869	September-07	Tank
195	TILX303059	8869	September-07	Tank
196	TILX303060	8869	September-07	Tank
197	TILX303061	8869	September-07	Tank
198	TILX303067	8869	September-07	Tank
199	TILX401265	5712	September-07	Tank
200	TILX401266	5712	September-07	Tank
201	TILX401267	5712	September-07	Tank
202	TILX401269	5712	September-07	Tank
203	TILX401271	5712	September-07	Tank
204	TILX401274	5712	September-07	Tank
205	TILX639273	37877	March-07	Freight
206	TILX639274	37877	March-07	Freight
207	TILX639275	37877	March-07	Freight
208	TILX639276	37877	April-07	Freight
209	TILX639277	37877	April-07	Freight
210	TILX639278	37877	April-07	Freight
211	TILX639279	37877	April-07	Freight
212	TILX639280	37877	March-07	Freight
213	TILX639281	37877	March-07	Freight
214	TILX639282	37877	March-07	Freight
215	TILX639283	37877	March-07	Freight
216	TILX639284	37877	March-07	Freight
217	TILX639285	37877	March-07	Freight
218	TILX639286	37877	March-07	Freight
219	TILX639287	37877	April-07	Freight
220	TILX639288	37877	March-07	Freight
221	TILX639289	37877	March-07	Freight
222	TILX639290	37877	March-07	Freight
223	TILX639291	37877	April-07	Freight
224	TILX639292	37877	April-07	Freight
225	TILX639293	37877	March-07	Freight
226	TILX639294	37877	March-07	Freight
227	TILX639295	37877	March-07	Freight
228	TILX639296	37877	March-07	Freight
229	TILX639297	37877	March-07	Freight
230	TILX639298	37877	March-07	Freight

**TRIP RAIL LEASING LLC**  
**Close 5**

**Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
231	TILX639299	37877	March-07	Freight
232	TILX639300	37877	March-07	Freight
233	TILX639301	37877	March-07	Freight
234	TILX639302	37877	March-07	Freight
235	TILX639303	37877	March-07	Freight
236	TILX639304	37877	March-07	Freight
237	TILX639305	37877	March-07	Freight
238	TILX639306	37877	March-07	Freight
239	TILX639307	37877	April-07	Freight
240	TILX639308	37877	April-07	Freight
241	TILX639309	37877	April-07	Freight
242	TILX639310	37877	April-07	Freight
243	TILX639311	37877	April-07	Freight
244	TILX639312	37877	April-07	Freight
245	TILX639313	37877	March-07	Freight
246	TILX639314	37877	March-07	Freight
247	TILX639315	37877	April-07	Freight
248	TILX639316	37877	April-07	Freight
249	TILX639317	37877	April-07	Freight
250	TILX639318	37877	April-07	Freight
251	TILX639319	37877	April-07	Freight
252	TILX639320	37877	April-07	Freight
253	TILX639321	37877	April-07	Freight
254	TILX639322	37877	April-07	Freight
255	TILX639323	37877	April-07	Freight
256	TILX639324	37877	April-07	Freight
257	TILX639325	37877	April-07	Freight
258	TILX639326	37877	April-07	Freight
259	TILX639327	37877	April-07	Freight
260	TILX639328	37877	April-07	Freight
261	TILX639329	37877	April-07	Freight
262	TILX639330	37877	April-07	Freight
263	TILX639331	37877	April-07	Freight
264	TILX639332	37877	April-07	Freight
265	TILX639333	37877	April-07	Freight
266	TILX639334	37877	April-07	Freight
267	TILX639335	37877	April-07	Freight
268	TILX639336	37877	April-07	Freight
269	TILX639337	37877	April-07	Freight
270	TILX639338	37877	April-07	Freight
271	TILX639339	37877	April-07	Freight
272	TILX639340	37877	April-07	Freight
273	TILX639341	37877	April-07	Freight
274	TILX639342	37877	April-07	Freight
275	TILX639343	37877	April-07	Freight
276	TILX639344	37877	April-07	Freight

**TRIP RAIL LEASING LLC****Close 5****Exhibit A**

<b><u>ID</u></b>	<b><u>Asset Mark</u></b>	<b><u>Lessee Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Car Type</u></b>
277	TILX639345	37877	April-07	Freight
278	TILX639346	37877	April-07	Freight
279	TILX639347	37877	April-07	Freight
280	TILX639348	37877	April-07	Freight
281	TILX639349	37877	April-07	Freight
282	TILX639350	37877	April-07	Freight
283	TILX639351	37877	April-07	Freight
284	TILX639352	37877	April-07	Freight
285	TILX639353	37877	April-07	Freight
286	TILX639354	37877	April-07	Freight
287	TILX639355	37877	April-07	Freight
288	TILX639356	37877	April-07	Freight
289	TILX639357	37877	May-07	Freight
290	TILX639358	37877	May-07	Freight
291	TILX639359	37877	April-07	Freight
292	TILX639360	37877	April-07	Freight
293	TILX639361	37877	April-07	Freight
294	TILX639362	37877	April-07	Freight
295	TILX639363	37877	April-07	Freight
296	TILX639364	37877	April-07	Freight
297	TILX639365	37877	April-07	Freight
298	TILX639366	37877	April-07	Freight
299	TILX639367	37877	April-07	Freight
300	TILX639368	37877	April-07	Freight
301	TILX639369	37877	April-07	Freight
302	TILX639370	37877	April-07	Freight
303	TILX639371	37877	April-07	Freight
304	TILX639372	37877	April-07	Freight

**EXHIBIT B**  
**to Memorandum of Security Agreement**  
**LEASES**  
**[see attached]**

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## **Exhibit B**

### **Leases**

1. Thirty-seven (37) units identified with marks TILX 252494 and TILX 252499 – 252534 leased pursuant to Rider Sixty-three (63) to that certain Railroad Car Lease Agreement dated May 17, 1979 between Trinity Industries Leasing Company and Cargill, Inc.
2. Forty-two (42) units identified with marks TILX 170301 – 170303, TILX 170307, TILX 170309, TILX 170316 – 170333, TILX 170335 – 170339, TILX 170341 – 170351, TILX 170355 – 170356, and TILX 170359 leased pursuant to Rider Sixty-six (66) to that certain Railroad Car Lease Agreement dated May 17, 1979 between Trinity Industries Leasing Company and Cargill, Inc.
3. One hundred (100) units identified with marks TILX 639273 – 639372 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement dated February 6, 2007 between Trinity Industries Leasing Company and Green Plains Renewable Energy, Inc.
4. Six (6) units identified with marks TILX 401265 – 401267, TILX 401269, TILX 401271, and TILX 401274 leased pursuant to Rider Seven (7) to that certain Railroad Car Lease Agreement dated January 15, 2002 between Trinity Industries Leasing Company and Honeywell International, Inc.
5. Twenty-seven (27) units identified with marks TILX 252123, TILX 252138 – 252139, TILX 252143 – 252145, TILX 252147 and TILX 252151 – 252169 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement dated March 14, 2007 between Trinity Industries Leasing Company and Lake Erie Biofuels, LLC.
6. Nineteen (19) units identified with marks TILX 252718 – 252734, TILX 252739, and TILX 252741 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement dated June 19, 2007 between Trinity Industries Leasing Company and Lansing Trade Group, LLC.
7. Twenty-one (21) units identified with marks TILX 290793 – 290800, TILX 290802 – 290806, TILX 290808 – 290812, TILX 290814 and TILX 290817 – 290818 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement dated November 14, 2006 between Trinity Industries Leasing Company and Louis Dreyfus Corporation.
8. Thirteen (13) units identified with marks TILX 303046 – 303049, TILX 303051 – 303052, TILX 303056 – 303061, and TILX 303067 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement dated May 21, 2002 between Trinity Industries Leasing Company and Plains Marketing Canada, LP.

9. Twenty-two (22) units identified with marks RCRX 1921, RCRX 1951 – 1952 and RCRX 1957 – 1975 leased pursuant to Rider Six (6) to that certain Railroad Car Net Lease Agreement dated October 16, 2002 between Trinity Industries Leasing Company and Reagent Chemical and Research, Inc.
10. Ten (10) units identified with marks TILX 262152 and TILX 262192 – 262200 leased pursuant to Rider Thirty-nine (39) to that certain Railroad Car Lease Agreement dated May 7, 1980 between Trinity Industries Leasing Company and Shell Oil Company.
11. Three (3) units identified with marks TILX 200882 – 200884 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement dated July 1, 2005 between Trinity Industries Leasing Company and Solvay Chemicals, Inc.
12. Four (4) units identified with marks TILX 200848 – 200851 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement dated February 9, 2007 between Trinity Industries Leasing Company and Velsicol Chemical Corporation.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 10/31/07



Robert W. Alvord